



Signed and Filed: October 2, 2020

A handwritten signature in dark ink, reading "Dennis Montali", is positioned above the printed name of the judge.

DENNIS MONTALI
U.S. Bankruptcy Judge

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Debtors*

UNITED STATES BANKRUPTCY COURT
NORTHERN DISTRICT OF CALIFORNIA
SAN FRANCISCO DIVISION

In re:

PG&E CORPORATION,

- and -

**PACIFIC GAS AND ELECTRIC
COMPANY,**

Debtors.

- ☐ Affects PG&E Corporation
☐ Affects Pacific Gas and Electric Company
☒ Affects both Debtors

** All papers shall be filed in the Lead Case,
No. 19-30088 (DM).*

Bankruptcy Case No. 19-30088 (DM)

Chapter 11

(Lead Case) (Jointly Administered)

**ORDER GRANTING EX PARTE SEALED
MOTION OF REORGANIZED DEBTORS
FOR ENTRY OF AN ORDER
APPROVING CONFIDENTIAL
AGREEMENT PURSUANT TO 11 U.S.C.
§§ 105(a) AND 1142(b)**

1 Upon the Motion, dated September 25, 2020 (the “**Motion**”)¹ [filed under seal at Dkt.
2 No. 9138], of PG&E Corporation (“**PG&E Corp.**”) and Pacific Gas and Electric Company (the
3 “**Utility**”), as debtors and reorganized debtors (collectively, “**PG&E**” or the “**Reorganized Debtors**”)
4 in the above-captioned chapter 11 cases (the “**Chapter 11 Cases**”), pursuant to sections 105(a) and
5 1142(b) of title 11 of the United States Code (the “**Bankruptcy Code**”), to authorize the Reorganized
6 Debtors to enter into the Agreement with the Counterparty, as more fully set forth in the Motion; and
7 this Court having jurisdiction to consider the Motion and the relief requested therein pursuant to
8 28 U.S.C. §§ 157 and 1334, the *Order Referring Bankruptcy Cases and Proceedings to Bankruptcy*
9 *Judges*, General Order 24 (N.D. Cal.) and Rule 5011-1(a) of the Bankruptcy Local Rules; and
10 consideration of the Motion and the relief requested therein being a core proceeding pursuant to
11 28 U.S.C. § 157(b); and venue being proper before this Court pursuant to 28 U.S.C. §§ 1408 and 1409;
12 and the Court having found and determined that notice of the Motion as provided to the parties listed
13 therein is reasonable and sufficient under the circumstances, and it appearing that no other or further
14 notice need be provided; and this Court having reviewed the Motion and its supporting declaration;
15 and this Court having determined that the legal and factual bases set forth in the Motion establish just
16 cause for the relief granted herein,

17 **IT IS HEREBY ORDERED THAT:**

- 18 1. The Motion is granted on a final basis as provided herein.
- 19 2. The Agreement is hereby approved, and the Reorganized Debtors and the Counterparty
20 are authorized to make the payment and exchange the releases contemplated by the Agreement.
- 21 3. The automatic stay under section 362 of the Bankruptcy Code and the Plan injunction,
22 to the extent either may be applicable, is lifted with respect to the payment being made and the releases
23 being exchanged under the Agreement.
- 24 4. The Agreement shall become effective immediately upon entry of this Order.
- 25 5. The Reorganized Debtors are authorized to take all actions necessary to effectuate the
26 relief granted pursuant to this Order in accordance with the Motion.

27 _____
28 ¹ Capitalized terms used but not otherwise defined herein shall have the meanings ascribed to
them in the Motion.

1 6. This Court shall retain jurisdiction to hear and determine all matters arising from or
2 related to the implementation, interpretation, or enforcement of this Order.

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4 **** END OF ORDER ****
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